

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

UNITED STATES OF AMERICA	:	
	:	
and	:	
	:	
UNITED STATES SECURITIES AND	:	
EXCHANGE COMMISSION,	:	
	:	
Plaintiffs,	:	Civil Action
	:	No. 01-CV _____
v.	:	
	:	
KPMG SIDDHARTA SIDDHARTA & HARSONO,	:	
	:	
and	:	
	:	
SONNY HARSONO,	:	
	:	
Defendants.	:	
	:	

CONSENT AND UNDERTAKING OF
DEFENDANT SONNY HARSONO

1. Defendant Sonny Harsono ("Harsono") enters a general appearance, admits the jurisdiction of this Court over him and the subject matter of this action, acknowledges service upon him of the Complaint of Plaintiffs United States of America and United States Securities and Exchange Commission ("Complaint") in this action.

2. Harsono, without admitting or denying any of the allegations in the Complaint, except as to jurisdiction, which he admits, hereby consents, to the entry, without

further notice, of the Judgment of Permanent Injunction and Other Relief as to Defendant Sonny Harsono ("Judgment") in the form annexed hereto and incorporated by reference herein, which, among other things: permanently restrains and enjoins Harsono from violating and from aiding and abetting a violation of, Sections 104A(a)(1), (2) and (3) of the Foreign Corrupt Practices Act of 1977 [15 U.S.C. § 78dd-3(a)(1), (2) and (3)], and Sections 30A(a)(1), (2) and (3), 13(b)(2)(A) and 13(b)(2)(B) of the Securities Exchange Act of 1934, [15 U.S.C. § 78dd-1(a)(1), (2) and (3), 15 U.S.C. § 78m(b)(2)(A), and 15 U.S.C. § 78m(b)(2)(B)].

3. Harsono understands and agrees to comply with the policy of Securities and Exchange Commission ("Commission") "not to permit a defendant or respondent to consent to a judgment or order that imposes a sanction while denying the allegations in the complaint or order for proceedings" [17 C.F.R. § 202.5(e)]. In compliance with this policy, Harsono agrees not to take any action or to make or permit to be made any public statement denying, directly or indirectly, any allegation in the Complaint or creating the impression that the Complaint is without factual basis. If HARSONO breaches this agreement, the Commission may petition the Court to vacate the Judgment and restore this case to its active docket. Nothing in this provision affects Harsono's:

(i) testimonial obligations; or (ii) right to take legal positions in proceedings in which the Commission or the United States is not a party.

4. Harsono waives the filing of an answer to the Complaint, and waives a hearing and the entry of findings of fact and conclusions of law pursuant to Rule 52 of the Federal Rules of Civil Procedure.

5. Harsono waives any right he may have to appeal from the entry of the Judgment.

6. Harsono enters into this Consent and Undertakings of Defendant Sonny Harsono ("Consent") voluntarily and of his own accord, and represents that no threats, offers, promises or inducements of any kind have been made by Plaintiffs or any member, officer, employee, agent or representative thereof to induce him to enter into this Consent.

7. Consistent with the provisions of 17 C.F.R. § 202.5(f), Harsono waives any claim of Double Jeopardy based upon the settlement of this proceeding, including the imposition of any remedy herein.

8. Harsono agrees that this Consent shall be incorporated into the Judgment with the same force and effect as if fully set forth therein.

9. Harsono agrees that he will not oppose the enforcement of the Judgment on the ground, if any exists, that it fails to comply with Rule 65(d) of the Federal Rules of Civil Procedure, and he hereby waives any objection he may have based thereon.

10. Harsono agrees that the Judgment may be presented by the Plaintiffs to the Court for signature and entry without further notice.

11. Harsono waives service of the Judgment entered herein upon him and agrees that entry of the Judgment by the Court and its filing with the Clerk for the United States District Court for the Southern District of Texas, Houston Division will constitute notice to him of the terms and conditions of the Judgment.

12. Harsono agrees that this Court shall retain jurisdiction over this action for the purpose of implementing and enforcing the terms and conditions of the Judgment and for all other purposes.

13. Harsono agrees and undertakes that, at the Plaintiffs' request on reasonable notice and without service of a subpoena, he will: (i) produce any documents within his possession, custody or control, domestic or foreign, which are requested by the Plaintiffs or their agents and staff; (ii) testify truthfully at any judicial

or administrative proceeding arising as a result of the Plaintiffs' investigation; and (iii) submit to interviews with the Plaintiffs' staff in anticipation of any such testimony.

Respectfully submitted,

Sonny Harsono

By: _____

Name:

Title:

Date: _____

On this _____ day of _____, 2001, before me personally appeared Sonny Harsono, known to me to be the person who executed the foregoing Consent and Undertakings of Sonny Harsono, and he acknowledged to me that he executed the same.

NOTARY PUBLIC

Approved as to Form:

Robert W. Tarun, Esq.
Winston & Strawn
35 West Wacker Drive
Chicago, Illinois 60601

Date: _____

Counsel to Sonny Harsono